

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPROVAL OF THE RESALE)	
AGREEMENT NEGOTIATED BY)	
BELLSOUTH TELECOMMUNICATIONS,)	
INC. AND THE OTHER PHONE)	CASE NO. 98-165
COMPANY PURSUANT TO SECTIONS)	
251 AND 252 OF THE)	
TELECOMMUNICATIONS ACT OF 1996)	

O R D E R

On April 6, 1998, BellSouth Telecommunications, Inc. ("BellSouth") and The Other Phone Company submitted to the Commission their negotiated agreement for resale of BellSouth's services. The agreement was negotiated pursuant to the Telecommunications Act of 1996 ("1996 Act"), 47 U.S.C. Sections 251 and 252. Section 252(e) of the 1996 Act requires the parties to an interconnection agreement adopted by negotiation to submit the agreement for approval to the Commission.

The Commission has reviewed the agreement and finds that no portion of the agreement discriminates against a telecommunications carrier not a party to the agreement. The Commission also finds that the implementation of this agreement is consistent with the public interest, convenience, and necessity.

The Other Phone Company must comply with all relevant Commission mandates for serving in this Commonwealth.

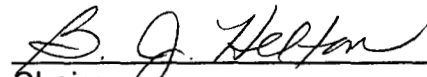
The Commission, having been otherwise sufficiently advised, HEREBY ORDERS
that:


1. The negotiated agreement between BellSouth and The Other Phone
Company is approved.

2. The Other Phone Company shall file a tariff for local service prior to
providing local service giving 30-days' notice to the Commission and shall comply with
all Commission regulations and orders as directed.

Done at Frankfort, Kentucky, this 1st day of May, 1998.

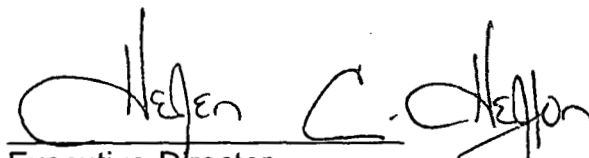
PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ATTEST:


Executive Director